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C. Ouellette JUL 07 2003

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Gary's Flamin Grill Inc

Signature _____

Requested by: SW

Name _____

Date 7/7

Time _____

Walk-In _____

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____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
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✓ ____ Art. of Amend. File _____
____ RA Resignation _____
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____ Annual Report / Reinstatement _____
✓ ____ Cert. Copy _____
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____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF
Gary's Flamin' Grill, Inc.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

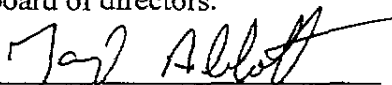
ARTICLE VI. The name and address of each member of the Board of Directors of the Corporation is Gary Abbott, 1846 Rosewood Drive, Chipley, Florida 32428 and Carlos Trawick, Chipley, Florida 32428. The name and address of each officer of the corporation is as follows:

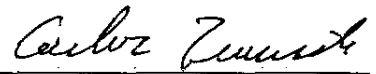
C.E.O.: Carlos Trawick, 1839 Sweet Bay Road, Chipley, Florida 32428

President: Gary Abbott, 1846 Rosewood Drive, Chipley, Florida 32428

Secretary: Tammy Shoupe, 1838 Palmview Road, Cottondale, Florida 32431

Adopted this 30th day of June, 2003, by the shareholders after proposal by the board of directors.


By Gary Abbott, as President of
Gary's Flamin' Grill, Inc.


By Carlos Trawick, as C.E.O. of
Gary's Flamin' Grill, Inc. and
majority stockholder

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